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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning December 1, 2010, and ending December 31, 2010

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation The John D. Tickle Foundation		A Employer identification number 54-1507449
Number and street (or P O box number if mail is not delivered to street address) P.O. Box 1689	Room/suite	B Telephone number (see page 10 of the instructions) 423-764-5535
City or town, state, and ZIP code Bristol, VA 24203-1689		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,721,329.60	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	118,409.89	119,394.00		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,478.03			
	b Gross sales price for all assets on line 6a 280,266.69				
	7 Capital gain net income (from Part IV, line 2)		16,478.00		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0.00				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	134,887.92	135,872.00	0.00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	4,291.50	2,145.75		2,145.75
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,072.53	1,072.53		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	422.16	450.00		
	24 Total operating and administrative expenses. Add lines 13 through 23	5,786.19	3,668.28	0.00	2,145.75
	25 Contributions, gifts, grants paid	35,000.00			35,000.00
26 Total expenses and disbursements. Add lines 24 and 25	40,786.19	3,668.28	0.00	37,145.75	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	94,101.73				
b Net investment income (if negative, enter -0-)		132,203.72			
c Adjusted net income (if negative, enter -0-)			0.00		

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2010)16
P

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,709,382.03	276,889.81	276,889.81
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	936,333.36	1,735,841.72	1,717,716.86
	b Investments—corporate stock (attach schedule)	3,468,040.46	3,441,699.74	3,369,083.40
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) Mutual Funds	2,729,210.17	3,483,709.01	3,354,273.77
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
Liabilities	15 Other assets (describe ▶ Estimated Tax Payments)	4,438.29	3,365.76	3,365.76
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	8,847,404.31	8,941,506.04	8,721,329.60
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.00	0.00	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
Net Assets or Fund Balances	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,847,404.31	8,941,506.04	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	8,847,404.31	8,941,506.04	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,847,404.31	8,941,506.04	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,847,404.31
2	Enter amount from Part I, line 27a	2	94,101.73
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,941,506.04
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,941,506.04

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	Publicly-traded securities	P	Various	Various
b	Capital Gains Distributions - Long Term	P	12/16/2010	
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 264,881.24		263,788.66	1,092.58	
b 15,385.45		0.00	15,385.45	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	16,478.03
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	760,014.47	8,074,846.75	0.0941
2008	292,370.80	7,013,904.02	0.0417
2007	391,231.24	9,307,313.00	0.0420
2006	423,861.46	10,989,392.13	0.0386
2005	29,260.14	677,704.85	0.0432
2	Total of line 1, column (d)		2 0.2596
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.0519
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4 8,587,194.38
5	Multiply line 4 by line 3		5 445,675.39
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,322.04
7	Add lines 5 and 6		7 446,997.43
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		8 37,145.75

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,644	07
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3	2,644	07
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,644	07
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	3,365	76
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	3,365	76
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		00
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	721	69
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax 721 69 Refunded	11		00

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► Tennessee		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X	
14	The books are in care of ► Jones, King, Downs & Peel, P.C. Located at ► 105 Landmark Lane, Bristol, TN	Telephone no. ► 423-764-5535 ZIP+4 ► 37620		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. and enter the amount of tax-exempt interest received or accrued during the year			► 15
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes x	No x

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 ____ , 20 ____ , 20 ____ , 20 ____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 ____ , 20 ____ , 20 ____ , 20 ____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ☐ **c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John D. Tickle P O. Box 580, Bristol, Va 24203	Trustee-as necessary	0.00	0.00	0.00
Ann M. Tickle P O. Box 580, Bristol, Va 24203	Trustee-as necessary	0.00	0.00	0.00
John D. Tickle, II 100 Lick Branch Road, Bristol, TN 37620	Trustee-as necessary	0.00	0.00	0.00
Jeffrey E. Tickle 2222 Edgemont Avenue, Bristol, TN 37620	Trustee-as necessary	0.00	0.00	0.00

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0.00

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,441,074.03
b	Average of monthly cash balances	1b	276,889.81
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.00
d	Total (add lines 1a, b, and c)	1d	8,717,963.84
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	8,717,963.84
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	130,769.46
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,587,194.38
6	Minimum investment return. Enter 5% of line 5 \times 31/365	6	36,466.17

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	36,466.17
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,644.07
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,644.07
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	33,822.10
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	33,822.10
6	Deduction from distributable amount (see page 25 of the instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	33,822.10

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	37,145.75
b	Program-related investments—total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.00
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.00
b	Cash distribution test (attach the required schedule)	3b	0.00
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37,145.75
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	37,145.75

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				33,822.10
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.00	
b Total for prior years: 20____, 20____, 20____		0.00		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				94,094.08
f Total of lines 3a through e	94,094.08			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 37,145.75				
a Applied to 2009, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0.00		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0.00			
d Applied to 2010 distributable amount				33,822.10
e Remaining amount distributed out of corpus	3,323.65			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	97,417.73			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0.00		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0.00	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0.00			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0.00			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	97,417.73			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				94,094.08
e Excess from 2010				3,323.65

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) *N/A*

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling **▶**

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed					0.00
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

John D. Tickle

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> United Way of Bristol P.O. Box 696, Bristol, TN 37621	N/A	501(c)(3)	General purpose of the charitable donee	35,000.00
Total			3a	35,000.00
b <i>Approved for future payment</i> NONE				
Total			3b	0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	118,409 89	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	16,478 03	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0.00		134,887.92	0 00
13	Total. Add line 12, columns (b), (d), and (e)				13	134,887 92

(See worksheet in line 13 instructions on page 29 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		



[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If “Yes,” complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee Date

Trustee Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Nell King Bieger

Firm's name ► Jones, King, Downs & Peel, P.C.

Firm's address ► P.O. Box 1689, Bristol, VA 24203-1689

Preparer's signature

11/11/17 By _____
Peel, P.C.

Date _____

4-12-11

Check ☐ if self-employed

PTIN	
------	--

P00958141

Firm's EIN ► 54-1588869

Phone no 423-764-5535

The John D. Tickle Foundation
EIN: 54-150744

ATTACHMENT TO 990-PF
Part I, Lines 16a, 18 and 23

Description	Amount
Line 16a -- Legal fees.	
Jones, King, Downs & Peel, P C - legal and accounting services	4,291.50
Line 18 -- Taxes:	
Tax on net investment income - 2009 Form 990-PF (Rounded)	1,072.50
Line 23 -- Other expenses.	
Exeter Trust Company (Rounded)	422 16

Detailed Holdings List by Sector
As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
Cash and Cash Equivalents									
U.S. DOLLAR	(688,917)	1.00	(688,916.57)	1.00	(688,916.57)	(7.9)			
U.S. DOLLAR INCOME	(688,917)	1.00	(688,916.57)	1.00	(688,916.57)	(7.9)			
SSGA INST LIQUID RESERVES INV CL	276,890	1.00	276,889.81	1.00	276,889.81	3.2	0.00	263	0.3
cusip: CMZSSVXX0									
Total Cash and Cash Equivalents			276,889.81		276,889.81	3.2	0.00	263	0.3
Fixed Income									
US GOVERNMENT									
US TREASURY NOTE 1.375% 11/30/2015	650,000	98.81	642,281.26	97.18	631,670.00	7.2	(10,611.26)	785.71	1.4
cusip: 912828PJ3, Moody's Aaa									
TOTAL US GOVERNMENT			642,281.26		631,670.00	7.2	(10,611.26)	785.71	1.4
FED AGENCY MTG/MKT NOTES/BONDS									
FEDERAL HOME LOAN MORTGAGE	190,000	105.00	199,506.00	103.52	196,682.30	2.3	(2,823.70)	1,860.42	3.6
CORP 3 750% 03/27/2019									
cusip: 3137EACA5, Moody's Aaa									
FHLMC 6.75% 07/15/32	65,000	117.71	76,512.80	122.15	79,400.10	0.9	2,887.30	1,187.32	5.1
cusip: 3134A4KX1, Moody's Aaa									
FHLMC 6.75% 03/15/31	65,000	123.80	80,466.75	128.05	83,229.25	1.0	2,762.50	1,291.88	5.3
cusip: 3134A4AA2, Moody's Aaa									
FNMA 6.25% 05/15/28	65,000	116.37	75,641.80	122.69	79,745.90	0.9	4,104.10	5,193.00	5.1
cusip: 31359MEU3, Moody's Aaa									
FNMA 6.625% 11/15/30	65,000	122.11	79,373.45	126.18	82,015.05	0.9	2,641.60	550.24	5.3
cusip: 31359MGK3, Moody's Aaa									
FNMA PASS-THRU POOL 6.25% 11/15/30	787,397	108.75	85,628.25	108.52	85,680.62	7.0	52.38	393.68	5.5
08/01/2037									
cusip: 31413BPH8									
TOTAL FED AGENCY MTG/MKT NOTES/BONDS			597,129.05		606,753.24	7.0	9,624.19	6,488.59	4.7
AGENCY DISCOUNT NOTES									

Detailed Holdings List by Sector
As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

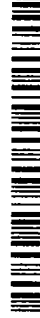
Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
UNITED STATES TREASURY NOTES 1.250% 09/30/2015 cusip: 912828NZ9, Moody's Aaa	494,000	100.49	496,431.41	97.02	479,293.62	5.5	(17,137.79)	1,577.68	1.3
TOTAL AGENCY DISCOUNT NOTES			496,431.41		479,293.62	5.5	(17,137.79)	1,577.68	1.3
Total Fixed Income			1,735,841.72		1,717,716.86	19.7	(18,124.86)	8,851.98	2.5
Equity									
OIL & GAS PRODUCERS									
HESS CORP COM cusip: 42809H107	1,840	69.47	127,828.48	76.54	140,833.60	1.6	13,005.12	184.00	0.5
TOTAL OIL & GAS PRODUCERS			127,828.48		140,833.60	1.6	13,005.12	184.00	0.5
OIL EQUIPMENT, SERVICES & DISTRIBUTION									
BAKER HUGHES INC cusip: 057224107	2,570	62.87	161,580.99	57.17	146,926.90	1.7	(14,654.09)	0.00	1.1
WEATHERFORD INTL LTD cusip: H27013103	3,820	19.46	74,427.89	22.80	87,096.00	1.0	12,668.01	0.00	0.0
TOTAL OIL EQUIPMENT, SERVICES & DISTRIBUTION			236,008.98		234,022.90	2.7	(1,986.08)	0.00	0.7
CONSTRUCTION & MATERIALS									
SHERWIN WILLIAMS CO cusip: 824348106	570	74.64	42,545.83	83.75	47,737.50	0.5	5,191.67	0.00	1.7
VULCAN MATERIALS CO cusip: 929160109	430	39.81	17,118.30	44.36	19,074.80	0.2	1,956.50	0.00	2.3
TOTAL CONSTRUCTION & MATERIALS			59,664.13		66,812.30	0.8	7,148.17	0.00	1.9
AEROSPACE & DEFENSE									
BOEING CO cusip: 097023105	1,390	63.54	88,316.15	65.26	90,711.40	1.0	2,395.25	0.00	2.6
TOTAL AEROSPACE & DEFENSE			88,316.15		90,711.40	1.0	2,395.25	0.00	2.6
GENERAL INDUSTRIALS									

Detailed Holdings List by Sector
As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
OWENS ILLINOIS INC COM NEW cusip: 690768403	1,570	28.13	44,161.43	30.70	48,199.00	0.6	4,037.57	0.00	0.0
TOTAL GENERAL INDUSTRIALS INDUSTRIAL ENGINEERING			44,161.43		48,199.00	0.6	4,037.57	0.00	0.0
FLOWERVE CORP cusip: 34354P105	410	104.76	42,949.96	119.22	48,880.20	0.6	5,930.24	118.90	1.0
TOTAL INDUSTRIAL ENGINEERING INDUSTRIAL TRANSPORTATION			42,949.96		48,880.20	0.6	5,930.24	118.90	1.0
UNITED PARCEL SERVICE INC CL B cusip: 911312106	1,510	63.92	96,513.07	72.58	109,595.80	1.3	13,082.73	0.00	2.6
TOTAL INDUSTRIAL TRANSPORTATION SUPPORT SERVICES			96,513.07		109,595.80	1.3	13,082.73	0.00	2.6
AUTOMATIC DATA PROCESSING INC cusip: 053015103	1,890	45.51	86,013.14	46.28	87,469.20	1.0	1,456.06	680.40	3.1
TOTAL SUPPORT SERVICES FOOD PRODUCERS			86,013.14		87,469.20	1.0	1,456.06	680.40	3.1
GENERAL MILLS INC cusip: 370334104	2,440	35.34	86,229.36	35.59	86,839.60	1.0	610.24	0.00	3.2
KELLOGG CO cusip: 487836108	900	53.61	48,249.00	51.08	45,972.00	0.5	(2,277.00)	0.00	3.2
KRAFT FOODS INC CL A cusip: 50075N104	1,120	30.56	34,227.20	31.51	35,291.20	0.4	1,064.00	324.80	3.7
MONSANTO CO NEW COM cusip: 61166W101	2,350	59.89	140,745.89	69.64	163,654.00	1.9	22,908.11	0.00	1.6
UNILEVER PLC ADR AMER SHS SPON cusip: 904767704	3,490	30.38	106,026.20	30.88	107,771.20	1.2	1,745.00	0.00	3.6
TOTAL FOOD PRODUCERS HOUSEHOLD GOODS & HOME CONSTRUCTION			415,477.45		439,528.00	5.0	24,050.55	324.80	2.7



Detailed Holdings List by Sector
As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
MARTIN MARIETTA MATERIALS INC cusip: 573284106	570	87.58	49,918.95	92.24	52,576.80	0.6	2,657.85	0.00	1.7
TOTAL HOUSEHOLD GOODS & HOME CONSTRUCTION			49,918.95		52,576.80	0.6	2,657.85	0.00	1.7
LEISURE GOODS									
ELECTRONIC ARTS cusip: 285512109	7,740	27.65	214,003.10	16.38	126,781.20	1.5	(87,221.90)	0.00	0.0
TOTAL LEISURE GOODS			214,003.10		126,781.20	1.5	(87,221.90)	0.00	0.0
HEALTH CARE EQUIPMENT & SERVICES									
BECTON DICKINSON & CO cusip: 075887109	2,000	76.04	152,070.04	84.52	169,040.00	1.9	16,969.96	0.00	1.9
BOSTON SCIENTIFIC CORP/COM cusip: 101137107	14,750	7.54	111,171.28	7.57	111,657.50	1.3	486.22	0.00	0.0
TOTAL HEALTH CARE EQUIPMENT & SERVICES			263,241.32		280,697.50	3.2	17,456.18	0.00	1.2
FOOD & DRUG RETAILERS									
KROGER CO cusip: 501044101	2,760	23.09	63,715.15	22.36	61,713.60	0.7	(2,001.55)	0.00	1.9
SAFEWAY INC/COM/NEW cusip: 786514208	2,800	22.41	62,746.05	22.49	62,972.00	0.7	225.95	336.00	2.1
TOTAL FOOD & DRUG RETAILERS			126,461.20		124,685.60	1.4	(1,775.60)	336.00	2.0
GENERAL RETAILERS									
HOME DEPOT INC cusip: 437076102	2,070	31.13	64,448.21	35.06	72,574.20	0.8	8,125.99	0.00	2.7
TOTAL GENERAL RETAILERS			64,448.21		72,574.20	0.8	8,125.99	0.00	2.7
MEDIA									
LIBERTY GLOBAL INC CL A cusip: 530555101	1,140	37.40	42,636.80	35.38	40,333.20	0.5	(2,303.60)	0.00	0.0
THE WAL DISNEY/CO cusip: 254687106	2,330	36.94	86,069.97	37.51	87,386.30	1.0	1,316.33	632.00	3.1

Detailed Holdings List by Sector
As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
TIME WARNER INC cusip: 887317303	4,040	30.13	121,735.05	32.17	129,966.80	1.5	8,231.75	0.00	2.6
TOTAL MEDIA			250,441.82		257,699.30	3.0	7,256.48	932.00	1.7
TRAVEL & LEISURE									
SOUTHWEST AIRLINES CO cusip: 844741108	6,310	13.65	86,151.06	12.98	81,903.80	0.9	(4,247.26)	28.40	0.1
TOTAL TRAVEL & LEISURE			86,151.06		81,903.80	0.9	(4,247.26)	28.40	0.1
BANKS									
BANK OF AMERICA CORP cusip: 060505104	3,840	44.59	171,238.40	13.34	51,225.60	0.6	(120,012.80)	0.00	0.3
TOTAL BANKS			171,238.40		51,225.60	0.6	(120,012.80)	0.00	0.3
FINANCIAL SERVICES									
AMERICAN EXPRESS CO cusip: 025816109	2,580	41.72	107,637.60	42.92	110,733.60	1.3	3,096.00	0.00	1.7
BANK OF NEW YORK MELLON CORP cusip: 064058100	3,150	29.60	93,233.56	30.20	95,130.00	1.1	1,896.44	0.00	1.2
MASTERCARD INC CL A cusip: 57636Q104	140	238.20	33,347.80	224.11	31,375.40	0.4	(1,972.40)	0.00	0.3
SCHWAB CHARLES NEW cusip: 808513105	6,380	16.58	105,784.27	17.11	109,161.80	1.3	3,377.53	0.00	1.2
VISA INC CL A cusip: 92826C839	1,270	72.80	92,459.13	70.38	89,382.60	1.0	(3,076.53)	0.00	0.9
WESTERN UNION CO cusip: 859802109	1,920	16.92	32,331.68	18.57	35,364.40	1.0	3,032.72	0.00	1.5
TOTAL FINANCIAL SERVICES			515,694.04		527,147.80	6.0	11,453.76	0.00	1.3
SOFTWARE & COMPUTER SERVICES									
AUTODESK INCORPORATED cusip: 052769106	2,410	30.51	73,529.92	38.20	92,062.00	1.1	18,532.08	0.00	0.0
ORACLE CORP cusip: 156782104	970	87.76	85,134.09	94.74	91,897.80	1.1	6,763.71	0.00	0.0

Detailed Holdings List by Sector

As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
GOOGLE INC CL A cusip: 38259P508	310	517.19	160,328.88	593.97	184,130.70	2.1	23,801.82	0.00	0.0
TOTAL SOFTWARE & COMPUTER SERVICES			318,992.89		368,090.50	4.2	49,097.61	0.00	0.0
TECHNOLOGY HARDWARE & EQUIPMENT									
CISCO SYSTEMS INC cusip: 17275R102	5,690	24.85	141,416.96	20.23	115,108.70	1.3	(26,308.26)	0.00	0.0
QUALCOMM INC cusip: 747525103	900	47.51	42,759.00	49.49	44,541.00	0.5	1,782.00	0.00	1.5
TOTAL TECHNOLOGY HARDWARE & EQUIPMENT			184,175.96		159,649.70	1.8	(24,526.26)	0.00	0.4
Total Equity			3,441,698.74		3,369,083.40	38.6	(72,616.34)	2,604.50	1.3
Mutual Funds									
MANNING & NAPIER FUND INC CORE PLUS BOND SERIES FUND cusip: 563821206	133,255	11.07	1,474,940.29	10.96	1,460,470.48	16.8	(14,469.81)	0.00	4.7
MANNING & NAPIER FUND INC FINANCIAL SERVICES SERIES FUND cusip: 563821800	33,747	8.00	269,737.51	5.94	196,910.19	2.3	(72,827.32)	0.00	1.3
MANNING & NAPIER FUND INC HIGH YIELD BOND SERIES cusip: 56382P583	23,023	10.70	246,444.24	10.74	247,262.76	2.8	818.52	0.00	6.9
MANNING & NAPIER FUND INC INTERNATIONAL SERIES FUND cusip: 563821529	43,432	9.44	410,208.48	8.35	384,373.93	4.4	(25,834.55)	0.00	2.1
MANNING & NAPIER FUND INC LIFE SCIENCES SERIES FUND cusip: 563821792	22,242	11.51	255,976.81	12.18	270,907.56	3.1	14,930.75	0.00	0.0
MANNING & NAPIER FUND INC REAL ESTATE SERIES cusip: 56382P641	9,415	10.48	98,648.36	12.58	118,443.98	1.4	19,795.62	0.00	1.1
MANNING & NAPIER FUND INC SMALL CAP SERIES FUND cusip: 563821107	24,637	10.91	268,783.08	9.29	228,880.63	2.6	(39,902.45)	0.00	0.0

Detailed Holdings List by Sector

As of December 31, 2010
Reporting Currency: USD

THE JOHN D. TICKLE FOUNDATION

Account Number: XXXXR4783

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Accrued Income	Annual Yield(%)
MANNING & NAPIER FUND INC TECHNOLOGY SERIES FUND cusip: 563821214	14,852	10.51	156,461.3	11.63	173,072.78	20	16,611.55	0.00	0.0
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND cusip: 563821545	31,818	9.51	302,509.09	8.61	273,951.48	31	(28,557.61)	0.00	0.9
Total Mutual Funds			3,483,709.01		3,354,273.77	38.5	(129,435.24)	0.00	3.0
Total Net Assets			8,938,140.28		8,717,963.84	100.0	(220,176.44)	11,459.11	2.2

THE JOHN D. TICKLE FOUNDATION
EIN: 54-1507449

Attachment to Form 990-PF, Part IV Capital Gains and Losses for Tax on Investment Income
Line 2:

Short Term Capital Gains and Losses	(163.40)
Long Term Capital Gains and Losses	1,255.94
Long Term Capital Gain Distributions	<u>15,385.46</u>
Total Gain/Loss reported on Form 990-PF, Part IV, Line 2	16,478.00

THE JOHN D. TICKLE FOUNDATION 50-GR4783

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
7208. MANNING & NAPIER TECHNOLOGY SERIES	12/27/2006	12/10/2010	82,964.08	75,467.76	7,496.32
1290. MONSANTO CO	11/25/2009	12/20/2010	83,563.95	109,559.98	-25,996.03
4220. WEATHERFORD INTL LTD	11/25/2009	12/23/2010	96,485.71	76,730.01	19,755.70
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			263,014.00	261,758.00	1,256.00
Totals			263,014.00	261,758.00	1,256.00
LONG-TERM CAPITAL GAINS DISTRIBUTION			15,385.46		15,385.46

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